

**EXHIBIT A**

**Proposed Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC.,<sup>1</sup>

Reorganized Debtor.

Chapter 11

Case No. 24-12480 (LSS)

(Jointly Administered)

**RE: D.I.**

**ORDER (I) EXTENDING THE TIME TO FILE NOTICES OF REMOVAL  
OF RELATED PROCEEDINGS PURSUANT TO FEDERAL RULE OF  
BANKRUPTCY PROCEDURE 9027 AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)<sup>2</sup> of the Litigation Trustee for entry of this order (this “**Order**”) extending the period within which the Litigation Trustee and the Reorganized Debtors may remove actions pursuant to 28 U.S.C. § 1452 and Bankruptcy Rule 9027 and granting related relief, all as more fully set forth in the Motion; and this Court having jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of these chapter 11 cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having reviewed the Motion; and this Court having found that the relief requested in the Motion is in the best interests of

---

<sup>1</sup> The last four digits of Franchise Group, Inc.’s federal tax identification number are 1876. The mailing address for Franchise Group, Inc. is 2371 Liberty Way, Virginia Beach, Virginia 23456. In addition to the foregoing Reorganized Debtor, the “Reorganized Debtors” include certain affiliated entities, a complete list of which, including the last four digits of their federal tax identification numbers and addresses, may be obtained on the website of the Reorganized Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FRG/>. All motions, contested matters, and adversary proceedings that remained open as of the closing of such cases, or that are opened after the date thereof, are administered in the remaining chapter 11 case of Franchise Group, Inc., Case No. 24-12480 (LSS).

the estates, creditors, and other parties-in-interest; and this Court having found that proper and adequate notice of the Motion<sup>2</sup> and hearing thereon has been given and that no other or further notice is necessary; and this Court having found that good and sufficient cause exists for the granting of the relief requested in the Motion after having given due deliberation upon the Motion and all of the proceedings had before this Court in connection with the Motion; and sufficient cause appearing therefor;

**IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED as set forth herein.
2. All objections to entry of this Order, to the extent not withdrawn or settled, are overruled.
3. The time period provided under Bankruptcy Rule 9027 within which the Litigation Trustee or the Reorganized Debtors may file notices of removal of any and all civil actions is extended through and including January 26, 2026.
4. This Order shall be without prejudice to (a) any position the Trustee or the Reorganized Debtors may take regarding whether section 362 of the Bankruptcy Code applies to stay any given civil action pending against the Debtors and (b) the right of the Trustee or the Reorganized Debtors to seek further extensions of the period during which it may remove civil actions pursuant to Bankruptcy Rule 9027.
5. Nothing in the Motion or this Order, nor any actions by the Trustee or the Reorganized Debtors pursuant to this Order, shall be construed as: (a) an admission as to the validity of any claim against the Debtors or the existence of any lien against the Debtors' properties; (b) a waiver of the Trustee's, the Reorganized Debtors or any other party in

---

<sup>2</sup> Capitalized terms not defined herein have the meanings given to them in the Motion.

interest's respective rights to dispute any claim or lien on any grounds; (c) a promise to pay any claim; or (d) an implication or admission that any particular claim would constitute an allowed claim. Nothing contained in this Order shall be deemed to increase, reclassify, elevate to an administrative expense status, or otherwise affect any claim to the extent it is not paid.

6. The Trustee and the Reorganized Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

7. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.